# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 (or Section 30(h) of the Investment Company Act of 1940)

---

**1. Name and Address of Reporting Person**

Yoran Amit  
C/O TENABLE HOLDINGS, INC.  
6100 MERRIWEATHER DRIVE  
COLUMBIA, MD 21044

**2. Issuer Name and Ticker or Trading Symbol**

Tenable Holdings, Inc. [ TENB ]

**3. Date of Earliest Transaction (Month/Day/Year)**

04/13/2022

**4. If Amendment, Date of Original Filed (Month/Day/Year)**

04/15/2022

---

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>04/13/2022</td>
<td></td>
<td>M</td>
<td>100,000 A</td>
<td>280,245 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/13/2022</td>
<td>s(1)</td>
<td>100,000 D</td>
<td>$62.44(2)</td>
<td>180,245 D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $62.11 - $63.01, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Instruction (2) to this Form 4.
3. The Trustees of the Amit Yoran 2020 Family Trust are Dov Yoran and David Redling.
4. The Trustee of the Amit Yoran GRAT A is Amit Yoran.
5. 100% of the shares underlying the option were vested as of January 1, 2021.

**Remarks:**

/s/ David Bartholomew  
Attorney-in-Fact  
04/15/2022  
**Signature of Reporting Person**  
Date

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

---

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>
| Employee Stock Option (right to buy)  | 4.25                                                  | 04/13/2022                          | M                                          | 100,000 A                       | 01/18/2027  
Common Stock  
100,000 $0  
2,129,524 D  
**Date**

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $62.11 - $63.01, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Instruction (2) to this Form 4.
3. The Trustees of the Amit Yoran 2020 Family Trust are Dov Yoran and David Redling.
4. The Trustee of the Amit Yoran GRAT A is Amit Yoran.
5. 100% of the shares underlying the option were vested as of January 1, 2021.

**Remarks:**

/s/ David Bartholomew  
Attorney-in-Fact  
04/15/2022  
**Signature of Reporting Person**  
Date

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.